

person or represented by proxies delivered to the Chairman. Once a quorum is present, any business transacted during such meeting shall be valid even though a quorum may not be present during the entire meeting.

ARTICLE V
Election of Board of Trustees

- A. The first slate of Trustees is as set forth in the original Articles of Incorporation. Thereafter, a slate of nominees for the Board of Trustees shall be presented each year by the Governance Committee to the Board of Trustees at its February meeting. Nominations may be made from the floor. From the names of the nominees presented to the Board of Trustees, the number to be elected to serve for a period of three (3) years shall be determined by the Governance Committee and shall be in keeping with the minimum and maximum number of trustees established by the Articles of Incorporation.
- B. The President of the University of Louisiana at Lafayette will serve as an ex-officio voting member of the Board of Trustees but will not serve as an Officer of the Foundation. Notwithstanding the provisions of Article VI, Section A. of these by-laws ("Terms of Office"), the University president's term of office as a Trustee shall coincide with his or her term as president of the University.
- C. Upon retirement from active Board membership, a former Trustee who has served with distinction may be elected to Emeritus Trustee status by a majority vote of the Trustees. Emeritus Trustees may attend all Board functions in a non-voting capacity and will not serve as an Officer of the Foundation.

ARTICLE VI
Trustees

The following order of business shall be observed at all Board of Trustees meetings so far as practicable:

- 1. Calling Roll
- 2. Readings, Correcting and Approval of Minutes
- 3. Reports of Officers
- 4. Reports of Committees
- 5. Unfinished Business
- 6. New Business